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Return of Private Foundation  
or Section 4947(a)(1) Nonexempt Charitable Trust  
Treated as a Private Foundation

2012

Department of the Treasury  
Internal Revenue Service

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2012, or tax year beginning

, 2012, and ending

Edith Grobe Foundation  
7322 Rainier Ave S Unit 505  
Seattle, WA 98118-4265A Employer identification number  
20-4024989B Telephone number (see the instructions)  
206-274-7410

G Check all that apply

☐ Initial return  
☐ Final return  
☐ Address change☐ Initial return of a former public charity  
☐ Amended return  
☐ Name change

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation  
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end of year  
(from Part II, column (c), line 16)

\$ 1,065,318.

J Accounting method ☒ Cash ☐ Accrual  
☐ Other (specify)

(Part I, column (d) must be on cash basis)

C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

## Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

REVENUE

1 Contributions, gifts, grants, etc., received (att sch)

2 Ck ☒ if the foundn is not req to att Sch B

3 Interest on savings and temporary cash investments

4 Dividends and interest from securities

5a Gross rents

b Net rental income or (loss)

6a Net gain/(loss) from sale of assets not on line 10

b Gross sales price for all assets on line 6a 239,707.

7 Capital gain net income (from Part IV, line 2)

8 Net short-term capital gain

9 Income modifications

10a Gross sales less returns and allowances

b Less Cost of goods sold

c Gross profit/(loss) (att sch)

11 Other income (attach schedule)

12 Total. Add lines 1 through 11

13 Compensation of officers, directors, trustees, etc

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees (attach schedule)

b Accounting fees (attach sch) See St 1

c Other prof fees (attach sch)

17 Interest

18 Taxes (attach schedule)(see instrs)

19 Depreciation (attach sch) and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses (attach schedule)

See Statement 2

24 Total operating and administrative expenses. Add lines 13 through 23

25 Contributions, gifts, grants paid Part XV

26 Total expenses and disbursements. Add lines 24 and 25

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

b Net investment income (if negative, enter -0-)

c Adjusted net income (if negative, enter -0-)

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
ASSETS	1	Cash — non-interest-bearing	8,393.	4,003.	4,003.		
	2	Savings and temporary cash investments	1,498.				
	3	Accounts receivable					
		Less: allowance for doubtful accounts					
	4	Pledges receivable					
		Less: allowance for doubtful accounts					
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)					
	7	Other notes and loans receivable (attach sch)					
		Less: allowance for doubtful accounts					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges					
	10a	Investments — U.S. and state government obligations (attach schedule)					
	b	Investments — corporate stock (attach schedule)	32,548.				
	c	Investments — corporate bonds (attach schedule)					
	LIABILITIES	11	Investments — land, buildings, and equipment basis				
		Less: accumulated depreciation (attach schedule)					
12		Investments — mortgage loans					
13		Investments — other (attach schedule)	1,043,112.	1,056,700.	1,056,700.		
14		Land, buildings, and equipment basis					
		Less: accumulated depreciation (attach schedule)					
15		Other assets (describe ▶ See Statement 3)	6,200.	4,615.	4,615.		
16		<b>Total assets</b> (to be completed by all filers — see the instructions. Also, see page 1, item I)	1,091,751.	1,065,318.	1,065,318.		
17		Accounts payable and accrued expenses					
18		Grants payable					
19	Deferred revenue						
20	Loans from officers, directors, trustees, & other disqualified persons						
21	Mortgages and other notes payable (attach schedule)						
22	Other liabilities (describe ▶)						
23	<b>Total liabilities</b> (add lines 17 through 22)	0.	0.				
FUND ASSETS	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input checked="" type="checkbox"/>						
	24	Unrestricted	1,091,751.	1,065,318.			
	25	Temporarily restricted					
	26	Permanently restricted					
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>						
	27	Capital stock, trust principal, or current funds					
	28	Paid-in or capital surplus, or land, building, and equipment fund					
	29	Retained earnings, accumulated income, endowment, or other funds					
	30	<b>Total net assets or fund balances</b> (see instructions)	1,091,751.	1,065,318.			
	31	<b>Total liabilities and net assets/fund balances</b> (see instructions)	1,091,751.	1,065,318.			

## Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year — Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,091,751.
2	Enter amount from Part I, line 27a	2	-69,291.
3	Other increases not included in line 2 (itemize) ▶ See Statement 4	3	45,117.
4	Add lines 1, 2, and 3	4	1,067,577.
5	Decreases not included in line 2 (itemize) ▶ See Statement 5	5	2,259.
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	1,065,318.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a TD Ameritrade - See Attachment #1		P	Various	Various
b Piedmont Partners, LP		P	Various	1/02/12
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 236,101.		223,139.	12,962.
b 3,606.		3,606.	0.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			12,962.
b			0.
c			
d			
e			

2	Capital gain net income or (net capital loss)	<div>— <div>If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7</div> ]</div>	2	12,962.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)			
	If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	<div>]</div>	3	0.

**Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes☒ No

If 'Yes,' the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2011	67,046.	1,035,262.	0.064762
2010	41,252.	883,330.	0.046701
2009	39,277.	868,062.	0.045247
2008	50,316.	958,272.	0.052507
2007	60,723.	1,109,034.	0.054753

2 Total of line 1, column (d)	2	0.263970
3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.052794
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	1,052,287.
5 Multiply line 4 by line 3	5	55,554.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	130.
7 Add lines 5 and 6	7	55,684.
8 Enter qualifying distributions from Part XII, line 4	8	82,314.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 – see instructions)**

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1. Date of ruling or determination letter _____ (attach copy of letter if necessary – see instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	130.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	130.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 <b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-		5	130.
6 Credits/Payments			
a 2012 estimated tax pmts and 2011 overpayment credited to 2012	6 a	1,700.	
b Exempt foreign organizations – tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7	1,700.	
8 Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 <b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0.	
10 <b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,570.	
11 Enter the amount of line 10 to be <b>Credited to 2013 estimated tax</b> 1,570. <b>Refunded</b>	11	0.	

**Part VII-A Statements Regarding Activities**

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?		X
If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		
c Did the foundation file <b>Form 1120-POL</b> for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ 0. (2) On foundation managers \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If 'Yes,' attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the changes.		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on <b>Form 990-T</b> for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If 'Yes,' attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) WA		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If 'No,' attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If 'Yes,' complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses		X

**Part VII-A Statements Regarding Activities** (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>Troy Whitney</u> Telephone no. <u>206-274-7410</u> Located at <u>7322 Rainier Ave S Unit 505 Seattle WA</u> ZIP + 4 <u>98118-4265</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <u>N/A</u> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u> <u>N/A</u>			
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If 'Yes,' enter the name of the foreign country <u>N/A</u>				

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**

File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.

	Yes	No
1 a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		
Organizations relying on a current notice regarding disaster assistance check here <u>N/A</u>	1 b	N/A
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1 c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
If 'Yes,' list the years <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see instructions)	2 b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
3 a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If 'Yes,' did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4 b	X

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**Part VII-B** Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5 a** During the year did the foundation pay or incur any amount to(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No**b** If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5 b

N/A

Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

N/A

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d)

**6 a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

6 b

X

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

If 'Yes' to 6b, file Form 8870

**7 a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

N/A

7 b

**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
David S Whitney 1045 Quincy St Port Townsend, WA 98368	President 0	0.	0.	0.
Ruth L Whitney 1045 Quincy St Port Townsend, WA 98368	Vice Preside 0	0.	0.	0.
Troy D Whitney 7322 Rainier Ave S Unit 505 Seattle, WA 98118	Secretary 0	0.	0.	0.

**2** Compensation of five highest-paid employees (other than those included on line 1 - see instructions). If none, enter 'NONE.'

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
None				

Total number of other employees paid over \$50,000 ☐

0





**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

<b>1</b> Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b> Average monthly fair market value of securities	<b>1 a</b>	1,056,035.
<b>b</b> Average of monthly cash balances	<b>1 b</b>	12,277.
<b>c</b> Fair market value of all other assets (see instructions)	<b>1 c</b>	
<b>d</b> Total (add lines 1a, b, and c)	<b>1 d</b>	1,068,312.
<b>e</b> Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1 e</b>	0.
<b>2</b> Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b> Subtract line 2 from line 1d	<b>3</b>	1,068,312.
<b>4</b> Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	16,025.
<b>5</b> Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	1,052,287.
<b>6</b> Minimum investment return. Enter 5% of line 5	<b>6</b>	52,614.

**Part XI Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

<b>1</b> Minimum investment return from Part X, line 6	<b>1</b>	52,614.
<b>2 a</b> Tax on investment income for 2012 from Part VI, line 5	<b>2 a</b>	130.
<b>b</b> Income tax for 2012 (This does not include the tax from Part VI.)	<b>2 b</b>	
<b>c</b> Add lines 2a and 2b	<b>2 c</b>	130.
<b>3</b> Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	52,484.
<b>4</b> Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b> Add lines 3 and 4	<b>5</b>	52,484.
<b>6</b> Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b> Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	52,484.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b> Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b> Expenses, contributions, gifts, etc. — total from Part I, column (d), line 26	<b>1 a</b>	82,314.
<b>b</b> Program-related investments — total from Part IX-B	<b>1 b</b>	
<b>2</b> Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b> Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b> Suitability test (prior IRS approval required)	<b>3 a</b>	
<b>b</b> Cash distribution test (attach the required schedule)	<b>3 b</b>	
<b>4</b> Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	82,314.
<b>5</b> Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	<b>5</b>	130.
<b>6</b> Adjusted qualifying distributions. Subtract line 5 from line 4	<b>6</b>	82,184.

**Note.** The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

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**Part XIII** Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
<b>1</b> Distributable amount for 2012 from Part XI, line 7				52,484.
<b>2</b> Undistributed income, if any, as of the end of 2012:				
<b>a</b> Enter amount for 2011 only			0.	
<b>b</b> Total for prior years: 20 __, 20 __, 20 __		0.		
<b>3</b> Excess distributions carryover, if any, to 2012:				
<b>a</b> From 2007	8,498.			
<b>b</b> From 2008	2,402.			
<b>c</b> From 2009	523.			
<b>d</b> From 2010				
<b>e</b> From 2011	15,283.			
<b>f</b> Total of lines 3a through e	26,706.			
<b>4</b> Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 82,314.				
<b>a</b> Applied to 2011, but not more than line 2a			0.	
<b>b</b> Applied to undistributed income of prior years (Election required — see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required — see instructions)	0.			
<b>d</b> Applied to 2012 distributable amount				52,484.
<b>e</b> Remaining amount distributed out of corpus	29,830.			
<b>5</b> Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	56,536.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		0.		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
<b>d</b> Subtract line 6c from line 6b. Taxable amount — see instructions		0.		
<b>e</b> Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount — see instructions			0.	
<b>f</b> Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				0.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
<b>8</b> Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	8,498.			
<b>9</b> Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	48,038.			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2008	2,402.			
<b>b</b> Excess from 2009	523.			
<b>c</b> Excess from 2010				
<b>d</b> Excess from 2011	15,283.			
<b>e</b> Excess from 2012	29,830.			



**Part XV** **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i> See Statement 6				
<b>Total</b>			<b>▶ 3 a</b>	80,610.
<b>b</b> <i>Approved for future payment</i>				
<b>Total</b>			<b>▶ 3 b</b>	

## Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514	
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	(e) Related or exempt function income (See instructions )
<b>1</b> Program service revenue					
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>f</b>					
<b>g</b> Fees and contracts from government agencies					
<b>2</b> Membership dues and assessments					
<b>3</b> Interest on savings and temporary cash investments					
<b>4</b> Dividends and interest from securities			14	61.	
<b>5</b> Net rental income or (loss) from real estate					
<b>a</b> Debt-financed property					
<b>b</b> Not debt-financed property					
<b>6</b> Net rental income or (loss) from personal property					
<b>7</b> Other investment income.					
<b>8</b> Gain or (loss) from sales of assets other than inventory			18	12,962.	
<b>9</b> Net income or (loss) from special events					
<b>10</b> Gross profit or (loss) from sales of inventory					
<b>11</b> Other revenue.					
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>12</b> Subtotal. Add columns (b), (d), and (e)				13,023.	
<b>13</b> Total. Add line 12, columns (b), (d), and (e)				13	13,023.

(See worksheet in line 13 instructions to verify calculations)

## **Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes**

[illegible]



**Statement 1**  
**Form 990-PF, Part I, Line 16b**  
**Accounting Fees**

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Legal & Professional	\$ 1,575.			\$ 1,575.
Total	<u>\$ 1,575.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 1,575.</u>

**Statement 2**  
**Form 990-PF, Part I, Line 23**  
**Other Expenses**

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Bank Fees	\$ 54.			\$ 54.
State Licenses and Permits	75.			75.
Total	<u>\$ 129.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 129.</u>

**Statement 3**  
**Form 990-PF, Part II, Line 15**  
**Other Assets**

	Book Value	Fair Market Value
Prepaid Federal Income Tax	\$ 4,615.	\$ 4,615.
Total	<u>\$ 4,615.</u>	<u>\$ 4,615.</u>

**Statement 4**  
**Form 990-PF, Part III, Line 3**  
**Other Increases**

Unrealized Gains		\$ 45,117.
Total		<u>\$ 45,117.</u>

**Statement 5**  
**Form 990-PF, Part III, Line 5**  
**Other Decreases**

Book/Tax Differences	\$ 1,259.
Specific Deduction 990-T	1,000.
Total	<u>\$ 2,259.</u>

**Statement 6**  
**Form 990-PF, Part XV, Line 3a**  
**Recipient Paid During the Year**

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
First Presbyterian Church 1111 Franklin St Port Townsend, WA 98368	None	Public	Contribution for educational funding	\$ 3,300.
Seattle Union Gospel Mission P O Box 202 Seattle, WA 98111	None	Public	Support homeless shelter	2,400.
Olycap 803 W Park Ave Port Townsend, WA 98368	None	Public	Initiation and planning for PT dental clinic	20,000.
Jumping Mouse Children's Center 1809 Sheridan St Port Townsend, WA 98368	None	Public	Support therapy for traumatized children	1,000.
Ecumenical Christian Helping Hands Org 1110 Jefferson St Port Townsend, WA 98368	None	Public	Provide free medical equipment and support to elderly, disabled and low-income residents	1,800.
Mercy & Sharing 201 N Mill St Ste 201 Aspen, CO 81611	None	Public	Support new prenatal clinic	2,300.
The Kossoye Development Program 480 Robinwood Dr Bainbridge Island, WA 98110	None	Public	Support for people of Kossoye	300.
The LEARN Group 2204 Chestnut St Port Townsend, WA 98368	None	Public	Support for public education	3,600.
Forest Ethics 1 Haight St San Francisco, CA 94102	None	Public	Support programs to promote healthy forest land	2,500.
African Medical Mission 120 Chadwick Ave #6 Hendersonville, NC 28792	None	Public	Support international relief/medical missions	500.
Boston Rescue Mission 39 Kingston St Boston, MA 02111	None	Public	Support homeless shelter	2,000.



Statement 6 (continued)  
Form 990-PF, Part XV, Line 3a  
Recipient Paid During the Year

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
Greenpeace 702 H St NW - Ste 300 Washington, DC 20001	None	Public	Support community of peace	\$ 500.
Humane Society of Jefferson County PO Box 845 Port Hadlock, WA 98339	None	Public	Support for homeless animals	500.
International Rescue Committee 122 E 42nd St New York, NY 10168	None	Public	Support the aid to refugees around the world	500.
Opportunity International 2122 York Rd - Ste 150 Oak Brook, IL 60523	None	Public	Support community growth through small businesses	300.
PCC Farmland Trust 1917 First Ave, Level A - Suite 100 Seattle, WA 98101	None	Public	Support the preservation of farmland in the Northwest	500.
Port Townsend Food Bank PO Box 1795 Port Townsend, WA 98368	None	Public	Support homeless and low income people in need of food	200.
Jefferson County YMCA PO Box 1637 Port Townsend , WA 98368	None	Public	Support for community development matching fund.	1,000.
Praxis 737 PR 249 Telephone, TX 75488	None	Public	Support education	1,000.
Rotary Club of East Jefferson County PO Box 654 Port Hadlock, WA 98339	None	Public	Support for charitable programs	1,000.
Sign Fracture Care 451 Hills St Ste B Richland, WA 99354	None	Public	Support international orthopedic assistance	28,250.

Statement 6 (continued)  
Form 990-PF, Part XV, Line 3a  
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Sunfield Education Association 111 Sunfield Ln Port Hadlock-Irondal, WA 98339	None	Public	Support programs in education and sustainable land stewardship	\$ 3,000.
The Nature Conservancy 4245 N Fairfax Dr - Ste 100 Arlington, VA 22203	None	Public	Support preservation of land and water	1,500.
United Good Neighbors of Jefferson Count 219 W Patison St Port Hadlock-Irondal, WA 98339	None	Public	Support awareness of critical social service needs in the community	500.
World Vision PO Box 9716 Federal Way, WA 98063	None	Public	Support the development of solutions to alleviate poverty and advocate justice	2,160.
Total				\$ <u>80,610.</u>

DATE	TRANS ID	DESCRIPTION	QUAN	PRICE	AMOUNT
8/23/2012	8992982455	Bought 1 AAPL Aug 31 2012 655.0 Put @ 5.42	1	5.42	(542.02)
8/23/2012	8992981966	Bought 1 AAPL Aug 31 2012 675.0 Put @ 14.23	1	14.23	(1,423.02)
9/14/2012	9069482559	Bought 1 AAPL Sep 22 2012 700.0 Call @ 6.46	1	6.46	(646.02)
11/9/2012	9268469833	Bought 1 IWM Nov 17 2012 75.0 Call @ 4.55	1	4.55	(456.02)
12/12/2012	9375098454	Bought 1 RUT Jan 19 2013 750.0 Put @ 3.1	1	3.1	(310.02)
12/17/2012	9398072584	Bought 1 RUT Jan 19 2013 810.0 Call @ 32.98	1	32.98	(3,300.02)
12/12/2012	9375098443	Bought 1 RUT Jan 19 2013 850.0 Put @ 31.7	1	31.7	(3,174.02)
1/3/2012	7920980631	Bought 1 RUT Jan 21 2012 740.0 Call @ 25.17	1	25.17	(2,517.02)
10/8/2012	9159970603	Bought 1 RUT Nov 17 2012 840.0 Call @ 18.15	1	18.15	(1,817.02)
10/5/2012	9157063936	Bought 1 RUT Nov 17 2012 840.0 Call @ 20.37	1	20.37	(2,039.02)
5/21/2012	8666006360	Bought 10 JPM Jan 19 2013 35.0 Call @ 2.82	10	2.82	(2,830.12)
3/19/2012	8223396345	Bought 10 VXX Apr 21 2012 17.0 Put @ 0.36	10	0.36	(360.12)
3/23/2012	8239255984	Bought 10 VXX Apr 21 2012 20.0 Put @ 3.28	10	3.28	(3,305.12)
10/2/2012	9141302014	Bought 100 FB @ 22.2399	100	22.2399	(2,228.99)
12/26/2012	9434549708	Bought 12 RUT Jan 19 2013 800.0 Put @ 6.12	12	6.12	(7,344.21)
4/24/2012	8578824006	Bought 12 UNG May 19 2012 15.0 Call @ 0.68	12	0.68	(828.15)
9/13/2012	9064605955	Bought 2 AAPL Sep 22 2012 680.0 Call @ 12.31	2	12.31	(2,466.04)
9/14/2012	9069485197	Bought 2 AAPL Sep 22 2012 690.0 Put @ 6.16	2	6.16	(1,232.04)
9/14/2012	9069485183	Bought 2 AAPL Sep 22 2012 710.0 Put @ 17.94	2	17.94	(3,596.04)
12/13/2012	9380932754	Bought 2 RUT Jan 19 2013 850.0 Call @ 8.8	2	8.8	(1,760.04)
11/7/2012	9260502930	Bought 2 RUT Nov 17 2012 740.0 Put @ 0.6	2	0.6	(120.04)
11/1/2012	9239217023	Bought 2 RUT Nov 17 2012 810.0 Put @ 6.05	2	6.05	(1,210.04)
10/17/2012	9188135121	Bought 2 RUT Nov 17 2012 840.0 Call @ 16.35	2	16.35	(3,274.04)
11/7/2012	9260502892	Bought 2 RUT Nov 17 2012 840.0 Put @ 36.1	2	36.1	(7,228.04)
4/2/2012	8514078206	Bought 20 UNG Jan 18 2014 30.0 Call @ 1	20	1	(2,020.24)
3/19/2012	8223418202	Bought 20 UNG Jan 18 2014 30.0 Call @ 1.7	20	1.7	(3,425.24)
10/2/2012	9141299987	Bought 200 FB @ 22.2299	200	22.2299	(4,450.98)
7/10/2012	8857022683	Bought 3 JPM Aug 18 2012 25.0 Call @ 9.18	3	9.18	(2,757.04)
10/2/2012	9141440702	Bought 3 RUT Nov 17 2012 760.0 Put @ 4.39	3	4.39	(1,317.06)
10/2/2012	9141440540	Bought 3 RUT Nov 17 2012 860.0 Put @ 32.58	3	32.58	(9,786.06)
4/18/2012	8565169972	Bought 3 UNG Apr 21 2012 16.0 Call @ 0.02	3	0.02	(6.04)
1/3/2012	7920984185	Bought 300 AMAT @ 10.7299	300	10.7299	(3,228.92)
8/23/2012	8992982339	Bought 4 AAPL Aug 31 2012 655.0 Put @ 5.47	4	5.47	(2,188.07)
8/24/2012	8998038394	Bought 4 AAPL Aug 31 2012 665.0 Put @ 10.69	4	10.69	(4,276.07)
8/23/2012	8992981861	Bought 4 AAPL Aug 31 2012 675.0 Put @ 14.34	4	14.34	(5,756.07)
9/14/2012	9069477319	Bought 4 AAPL Sep 22 2012 690.0 Call @ 11.7	4	11.7	(4,688.07)
9/17/2012	9075644547	Bought 4 AAPL Sep 22 2012 690.0 Call @ 12.09	4	12.09	(4,836.07)
9/18/2012	9080253927	Bought 4 AAPL Sep 22 2012 700.0 Put @ 4.93	4	4.93	(1,972.07)
12/4/2012	9346097972	Bought 4 RUT Jan 19 2013 770.0 Call @ 57.05	4	57.05	(22,828.07)
12/11/2012	9370450367	Bought 4 RUT Jan 19 2013 820.0 Call @ 28.1	4	28.1	(11,240.07)
12/26/2012	9434549339	Bought 4 RUT Jan 19 2013 850.0 Call @ 10.03	4	10.03	(4,012.07)
1/3/2012	7920978981	Bought 4 RUT Jan 21 2012 690.0 Put @ 3.13	4	3.13	(1,252.05)
11/12/2012	9270964063	Bought 4 RUT Nov 17 2012 790.0 Put @ 5.35	4	5.35	(2,140.07)
11/7/2012	9260497201	Bought 4 RUT Nov 17 2012 810.0 Put @ 12.8	4	12.8	(5,120.07)
9/13/2012	9064076675	Bought 5 AAPL Sep 22 2012 650.0 Put @ 2.03	5	2.03	(1,015.09)
9/14/2012	9069480653	Bought 5 AAPL Sep 22 2012 660.0 Put @ 0.84	5	0.84	(430.09)
9/13/2012	9064076671	Bought 5 AAPL Sep 22 2012 700.0 Call @ 2.75	5	2.75	(1,375.09)

DATE	TRANS ID	DESCRIPTION	QUAN	PRICE	AMOUNT
12/4/2012	9346090165	Bought 5 RUT Jan 19 2013 750.0 Put @ 5.3	5	5.3	(2,650.09)
12/11/2012	9370453561	Bought 5 RUT Jan 19 2013 810.0 Call @ 35.05	5	35.05	(17,535.09)
12/4/2012	9346090154	Bought 5 RUT Jan 19 2013 850.0 Put @ 39.35	5	39.35	(19,695.09)
4/11/2012	8545381649	Bought 5 UNG Jan 18 2014 30.0 Call @ 0.88	5	0.88	(445.06)
4/2/2012	8514138928	Bought 5 UNG Jan 18 2014 30.0 Call @ 1.08	5	1.08	(545.06)
3/29/2012	8255285531	Bought 5 UNG Jan 18 2014 30.0 Call @ 1.13	5	1.13	(570.06)
4/26/2012	8587516521	Bought 5 UNG May 19 2012 15.0 Call @ 1.42	5	1.42	(720.06)
5/16/2012	8652915269	Bought 5 UNG May 19 2012 16.0 Call @ 2.44	5	2.44	(1,225.06)
4/25/2012	8584686495	Bought 5 UNG May 19 2012 18.0 Call @ 0.16	5	0.16	(80.06)
8/17/2012	8979079075	Bought 5 VIX Sep 19 2012 10.0 Call @ 8.4	5	8.4	(4,205.09)
1/3/2012	7920984197	Bought 500 AMAT @ 10.7298	500	10.7298	(5,364.90)
6/18/2012	8775360044	Bought 5000 NNVC @ 0.575	5000	0.575	(2,884.95)
8/24/2012	8998038397	Bought 6 AAPL Aug 31 2012 665.0 Put @ 10.68	6	10.68	(6,408.11)
10/2/2012	9141447854	Bought 6 IWM Nov 17 2012 75.0 Call @ 9.05	6	9.05	(5,436.11)
5/21/2012	8665935322	Bought 7 UNG Jun 16 2012 18.0 Call @ 1.77	7	1.77	(1,246.09)
					<u>(223,138.78)</u>
9/14/2012	9069482557	Sold 1 AAPL Sep 22 2012 690.0 Call @ 11.51	1	11.51	1,148.95
1/3/2012	7920981604	Sold 1 IWM Jan 21 2012 50.0 Call @ 25.09	1	25.09	2,507.68
1/3/2012	7920983042	Sold 1 IWM Jan 21 2012 55.0 Call @ 20.03	1	20.03	2,001.69
8/7/2012	8949436210	Sold 1 JPM Aug 18 2012 25.0 Call @ 12.58	1	12.58	1,256.95
12/17/2012	9398072589	Sold 1 RUT Jan 19 2013 850.0 Call @ 9.23	1	9.23	922.98
1/3/2012	7920980627	Sold 1 RUT Jan 21 2012 720.0 Call @ 39.82	1	39.82	3,979.48
11/1/2012	9239217027	Sold 1 RUT Nov 17 2012 760.0 Put @ 0.77	1	0.77	76.98
10/8/2012	9159970613	Sold 1 RUT Nov 17 2012 850.0 Call @ 13.1	1	13.1	1,309.98
10/5/2012	9157063940	Sold 1 RUT Nov 17 2012 850.0 Call @ 14.95	1	14.95	1,494.98
11/1/2012	9239217014	Sold 1 RUT Nov 17 2012 860.0 Put @ 34.53	1	34.53	3,448.98
5/25/2012	8681752937	Sold 10 JPM Jan 19 2013 35.0 Call @ 3.25	10	3.25	3,239.80
12/4/2012	9346090160	Sold 10 RUT Jan 19 2013 800.0 Put @ 15.05	10	15.05	15,049.83
5/21/2012	8665933050	Sold 10 UNG Jan 18 2014 30.0 Call @ 1.93	10	1.93	1,919.83
3/23/2012	8239255992	Sold 10 VXX Apr 21 2012 17.0 Put @ 1.11	10	1.11	1,109.86
3/19/2012	8223396342	Sold 10 VXX Apr 21 2012 20.0 Put @ 1.64	10	1.64	1,614.85
11/29/2012	9319302263	Sold 100 FB @ 26.89	100	26.89	2,683.93
8/24/2012	8998038404	Sold 2 AAPL Aug 31 2012 655.0 Put @ 6.09	2	6.09	1,217.93
8/23/2012	8992982208	Sold 2 AAPL Aug 31 2012 665.0 Put @ 9.06	2	9.06	1,811.91
8/24/2012	8998038388	Sold 2 AAPL Aug 31 2012 675.0 Put @ 16.94	2	16.94	3,367.88
9/17/2012	9075644535	Sold 2 AAPL Sep 22 2012 680.0 Call @ 19.84	2	19.84	3,959.87
9/13/2012	9064605957	Sold 2 AAPL Sep 22 2012 690.0 Call @ 7.43	2	7.43	1,485.92
9/18/2012	9080253931	Sold 2 AAPL Sep 22 2012 690.0 Put @ 1.86	2	1.86	371.95
9/17/2012	9075644557	Sold 2 AAPL Sep 22 2012 700.0 Call @ 6.23	2	6.23	1,245.93
9/18/2012	9080253925	Sold 2 AAPL Sep 22 2012 710.0 Put @ 10.61	2	10.61	2,113.91
10/19/2012	9195381792	Sold 2 IWM Nov 17 2012 75.0 Call @ 7.01	2	7.01	1,399.92
8/8/2012	8952569724	Sold 2 JPM Aug 18 2012 25.0 Call @ 12.1	2	12.1	2,417.90
12/12/2012	9375098448	Sold 2 RUT Jan 19 2013 800.0 Put @ 10.35	2	10.35	2,069.96
12/13/2012	9380932750	Sold 2 RUT Jan 19 2013 810.0 Call @ 30.39	2	30.39	6,073.96
1/3/2012	7920978983	Sold 2 RUT Jan 21 2012 640.0 Put @ 0.75	2	0.75	149.97

DATE	TRANS ID	DESCRIPTION	QUAN	PRICE	AMOUNT
1/3/2012	7920978979	Sold 2 RUT Jan 21 2012 740.0 Put @ 12.36	2	12.36	2,461.97
11/12/2012	9270964088	Sold 2 RUT Nov 17 2012 740.0 Put @ 0.19	2	0.19	37.96
11/7/2012	9260497210	Sold 2 RUT Nov 17 2012 760.0 Put @ 1.3	2	1.3	259.96
11/12/2012	9270964058	Sold 2 RUT Nov 17 2012 840.0 Put @ 46.2	2	46.2	9,231.96
10/17/2012	9188135127	Sold 2 RUT Nov 17 2012 850.0 Call @ 11.05	2	11.05	2,209.96
11/7/2012	9260497192	Sold 2 RUT Nov 17 2012 860.0 Put @ 54.75	2	54.75	10,941.96
5/21/2012	8665936762	Sold 20 UNG Jan 18 2014 30.0 Call @ 1.95	20	1.95	3,879.67
8/8/2012	8952571473	Sold 200 AMAT @ 11.7911	200	11.7911	2,353.16
11/29/2012	9319289363	Sold 200 FB @ 26.8901	200	26.8901	5,372.89
8/7/2012	8949002534	Sold 2200 NNVC @ 0.5	2200	0.5	1,089.98
5/7/2012	8627822860	Sold 25 UNG Jan 18 2014 30.0 Call @ 1.25	25	1.25	3,099.63
8/7/2012	8949816573	Sold 2800 NNVC @ 0.49	2800	0.49	1,361.97
8/24/2012	8998038401	Sold 3 AAPL Aug 31 2012 655.0 Put @ 6.11	3	6.11	1,832.89
8/24/2012	8998038390	Sold 3 AAPL Aug 31 2012 675.0 Put @ 16.9	3	16.9	5,069.82
4/5/2012	8529664795	Sold 3 UNG Apr 21 2012 16.0 Call @ 0.49	3	0.49	143.95
9/14/2012	9069477323	Sold 4 AAPL Sep 22 2012 700.0 Call @ 6.58	4	6.58	2,631.87
9/14/2012	9069485191	Sold 4 AAPL Sep 22 2012 700.0 Put @ 11.11	4	11.11	4,443.83
12/11/2012	9370450363	Sold 4 RUT Jan 19 2013 770.0 Call @ 68.1	4	68.1	27,231.93
12/26/2012	9434549335	Sold 4 RUT Jan 19 2013 810.0 Call @ 35.98	4	35.98	14,383.93
12/4/2012	9346097978	Sold 4 RUT Jan 19 2013 820.0 Call @ 21	4	21	8,399.93
11/7/2012	9260502916	Sold 4 RUT Nov 17 2012 790.0 Put @ 5.35	4	5.35	2,139.93
4/18/2012	8565271334	Sold 4 UNG May 19 2012 15.0 Call @ 0.7	4	0.7	275.94
9/14/2012	9069480660	Sold 5 AAPL Sep 22 2012 650.0 Put @ 0.54	5	0.54	269.90
9/13/2012	9064076673	Sold 5 AAPL Sep 22 2012 660.0 Put @ 3.87	5	3.87	1,934.86
9/13/2012	9064076666	Sold 5 AAPL Sep 22 2012 690.0 Call @ 5.27	5	5.27	2,614.85
11/12/2012	9270990592	Sold 5 IWM Nov 17 2012 75.0 Call @ 4.26	5	4.26	2,124.86
12/11/2012	9370453564	Sold 5 RUT Jan 19 2013 850.0 Call @ 11.15	5	11.15	5,574.91
4/25/2012	8584686493	Sold 5 UNG May 19 2012 15.0 Call @ 1.07	5	1.07	524.92
4/26/2012	8587516523	Sold 5 UNG May 19 2012 16.0 Call @ 0.8	5	0.8	399.93
5/16/2012	8652912786	Sold 5 UNG May 19 2012 18.0 Call @ 0.6	5	0.6	294.93
8/24/2012	8997731085	Sold 5 VIX Sep 19 2012 10.0 Call @ 9	5	9	4,494.91
12/26/2012	9434549710	Sold 6 RUT Jan 19 2013 750.0 Put @ 1.78	6	1.78	1,067.89
12/26/2012	9434549705	Sold 6 RUT Jan 19 2013 850.0 Put @ 22.05	6	22.05	13,205.89
10/2/2012	9141440600	Sold 6 RUT Nov 17 2012 810.0 Put @ 12.01	6	12.01	7,205.89
1/23/2012	7977188554	Sold 600 AMAT @ 12.1402	600	12.1402	7,274.98
5/16/2012	8652916337	Sold 7 UNG Jun 16 2012 18.0 Call @ 1.33	7	1.33	923.88
8/23/2012	8992982094	Sold 8 AAPL Aug 31 2012 665.0 Put @ 9.14	8	9.14	7,311.69
4/18/2012	8565171760	Sold 8 UNG May 19 2012 15.0 Call @ 0.72	8	0.72	567.88
***END OF FILE***					<u>236,101.02</u>



Statement Reporting Period:  
12/01/12 - 12/31/12

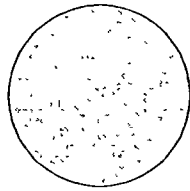
800-669-3900  
TD AMERITRADE  
DIVISION OF TD AMERITRADE INC  
PO BOX 2209  
OMAHA, NE 68103-2209

Statement for Account # 861-014546

EDITH GROBE FOUNDATION  
ATTN: TROY DAVID WHITNEY  
7322 RAINIER AVE S UNIT 505  
SEATTLE, WA 98118

**Announcements:**  
TD AMERITRADE IS ON FACEBOOK.  
JOIN THE CONVERSATION AND  
CHECK US OUT FOR THE LATEST  
NEWS AND INFORMATION ON UPCOMING  
EVENTS. "LIKE" OUR PAGE TODAY!  
FACEBOOK.COM/TDAMERITRADE.

Portfolio Summary						
Investment	Current Value	Prior Value	Period Change	% Change	Estimated Income	Estimated Yield
Cash	\$ -	\$ -	\$ -	-	\$ -	-
Insr Dep Acct	22,758.62	14,569.30	8,189.32	56.2%	-	0.01%
Money Market	-	-	-	-	-	-
Short Balance	-	-	-	-	-	-
Stocks	-	8,400.00	(8,400.00)	(100.0)%	-	-
Short Stocks	-	-	-	-	-	-
Fixed Income	-	-	-	-	-	-
Options	-	-	-	-	-	-
Short Options	-	-	-	-	-	-
Mutual Funds	-	-	-	-	-	-
Other	-	-	-	-	-	-
<b>Total</b>	<b>\$22,758.62</b>	<b>\$22,969.30</b>	<b>(\$210.68)</b>	<b>(0.9)%</b>	<b>\$ 0.00</b>	<b>0.0%</b>



Insr Dep Acct  
100.0%

Cash Activity Summary				Income & Expense Summary				Performance Summary			
	Current	YTD			Reportable	Non Reportable	YTD				
Opening Balance	\$ 0.00	\$ -	Income					Cost Basis As Of - 12/31/12		\$ -	
Securities Purchased	(93,848.79)	(223,138.78)	Dividends	\$ -	\$ -		\$34.00	Unrealized Gains		-	
Securities Sold	102,038.03	236,101.02	Interest	-	-		0.01	Unrealized Losses		-	
Funds Deposited	-	33,175.84	Other	-	-		-	Funds Deposited/(Disbursed) <sup>YTD</sup>		8,175.84	
Funds Disbursed	-	(25,000.00)	Expense					Income/(Expense) <sup>YTD</sup>		33.73	
Income	-	34.01	Interest	-	-		(0.28)	Securities Received/(Delivered) <sup>YTD</sup>		0.00	
Expense	-	(0.28)	Fees	-	-		-				
Other	(8,189.24)	(21,171.81)	Other	-	-		-				
<b>Closing Balance</b>	<b>\$ 0.00</b>	<b>\$0.00</b>	<b>Net</b>		<b>\$0.00</b>		<b>\$33.73</b>				